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COMICS



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the AMAZING SPIDER-MAN

CATCHING THE
BLACK FOX™
WAS THE EASY
PART, SPIDEY...



...THIS OTHER
GUY WANTS
YOU BOTH
DEAD!

(YEP, IT'S WHO
YOU THINK IT IS.)



Stan Lee PRESENTS: THE AMAZING SPIDER-MAN®

THIS IS THE BLACK FOX, ONE OF EUROPE'S MOST NOTORIOUS JEWEL THIEVES. BUT TONIGHT HE'S AFTER A PRIZE MOST NEW YORKERS WOULD CONSIDER FAR MORE PRECIOUS:

STEAL!

IT'S PERFECT! AND THE PRICE...

...IS SIMPLY A CRIME!

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WITH PACIFIC COOL
AND CALIFORNIA
STYLE**

HEY DUDES!
IT'S NEW, IT'S COOL!



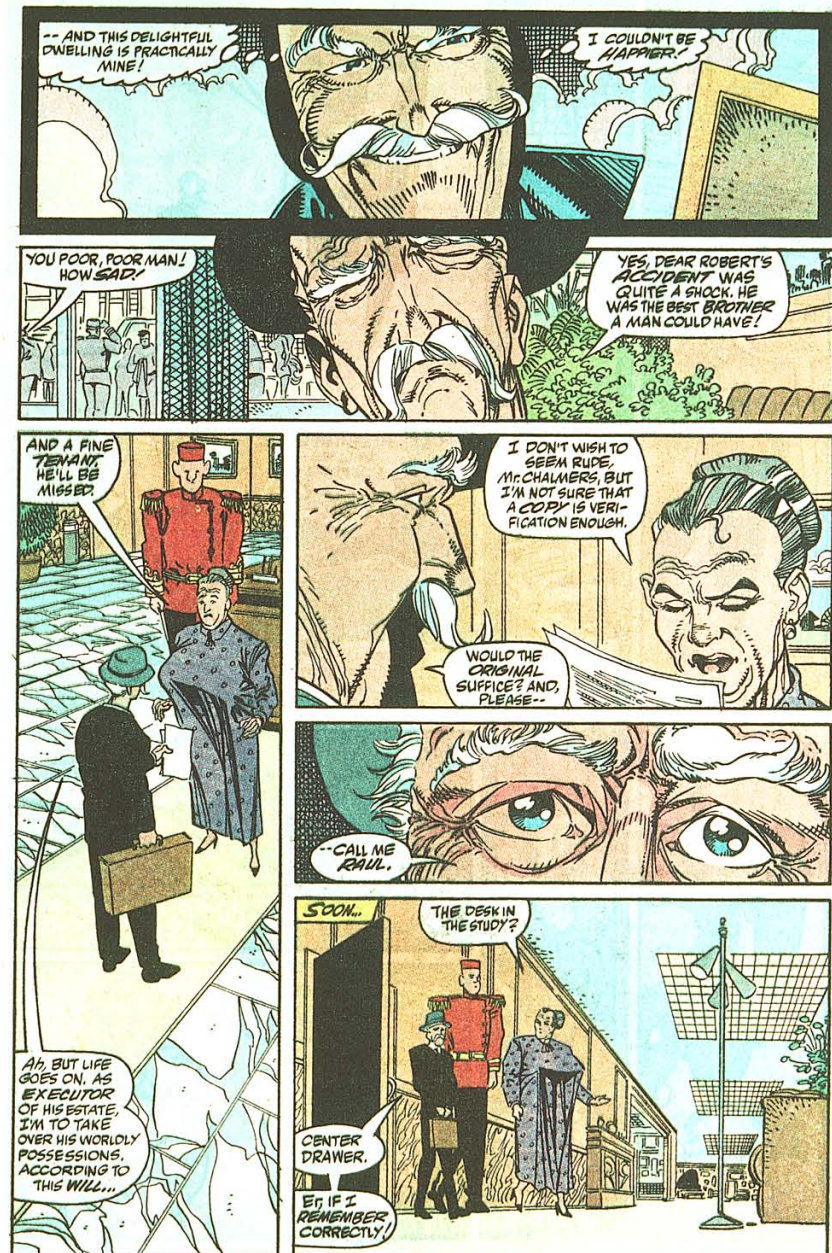
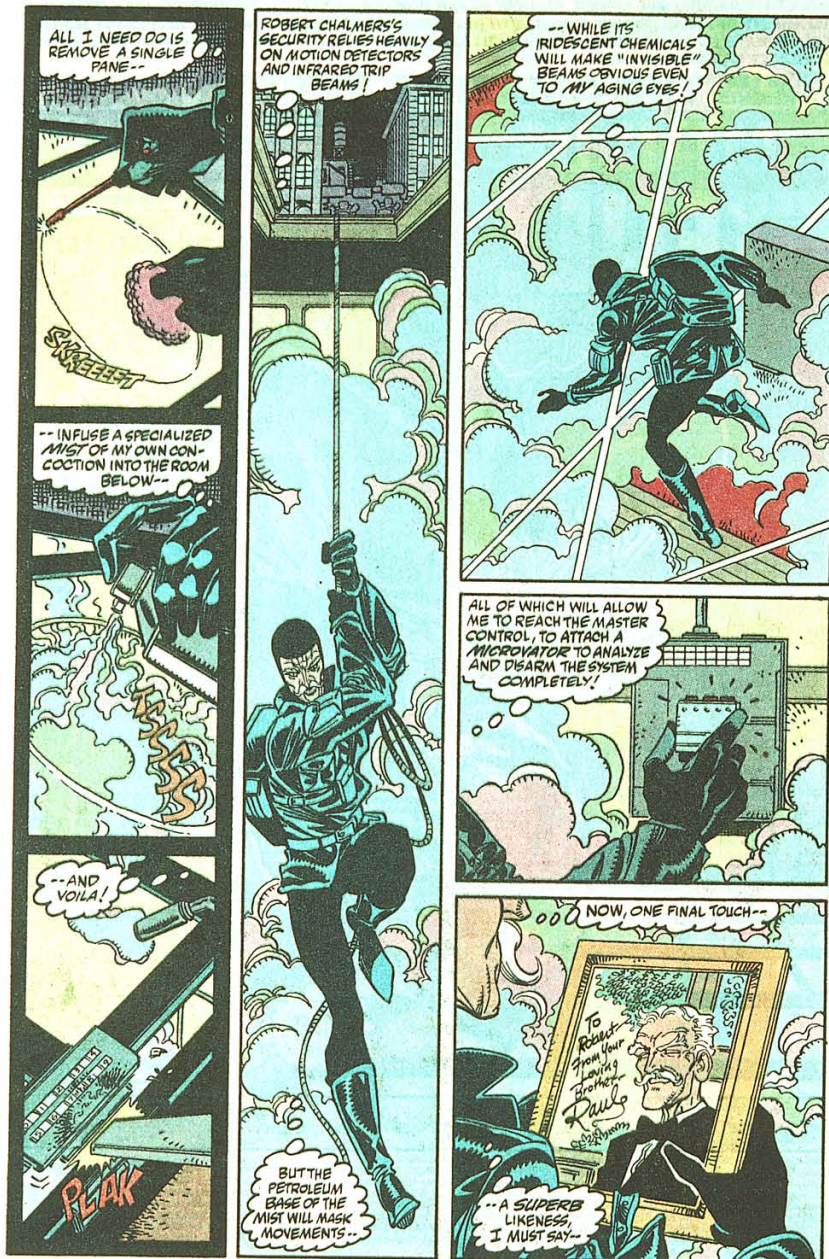
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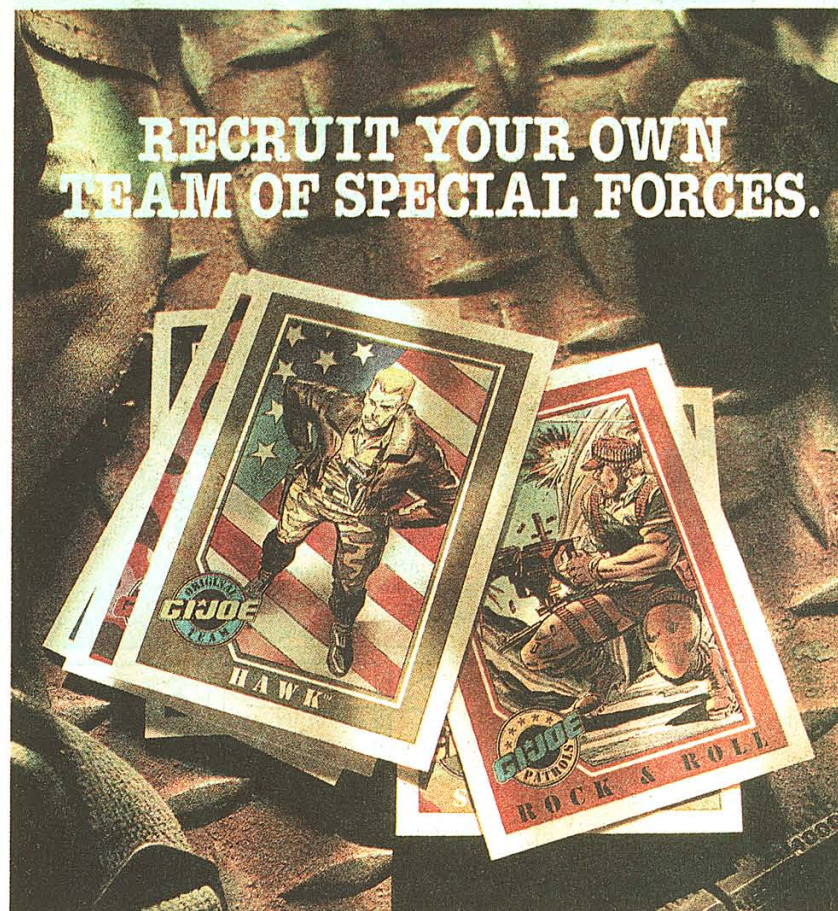
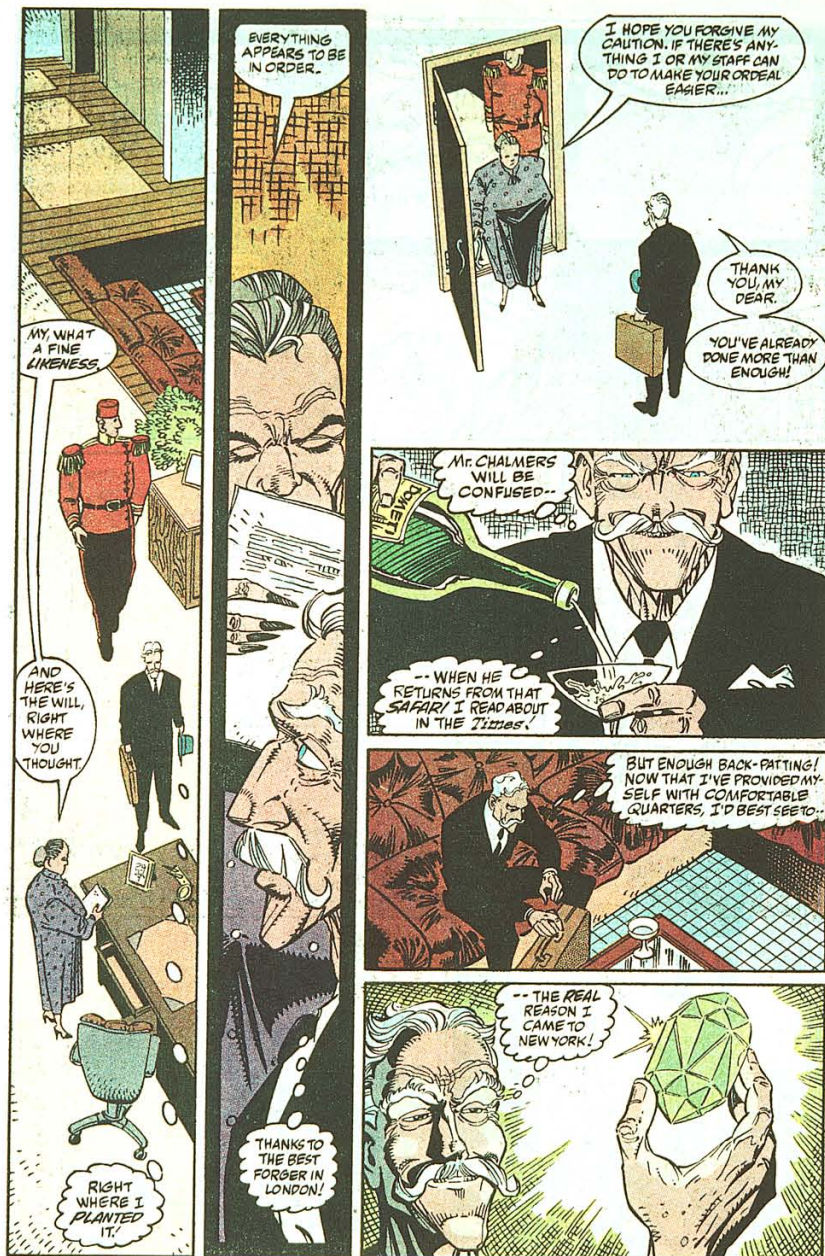
Fruit Drink With 100% Fruit Juice

10

10

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Two hundred cards in all. The front of each one blazing with color and action, the back filled with top-secret infor-

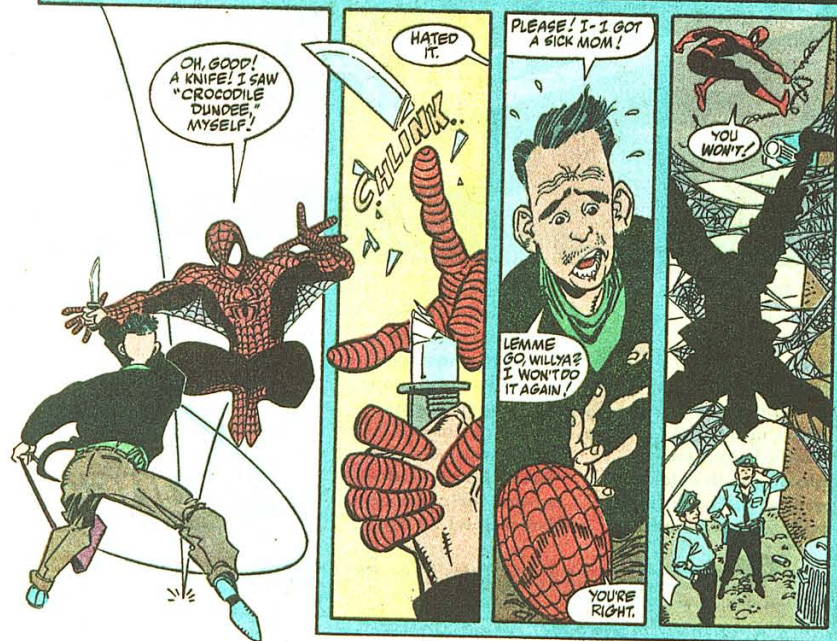
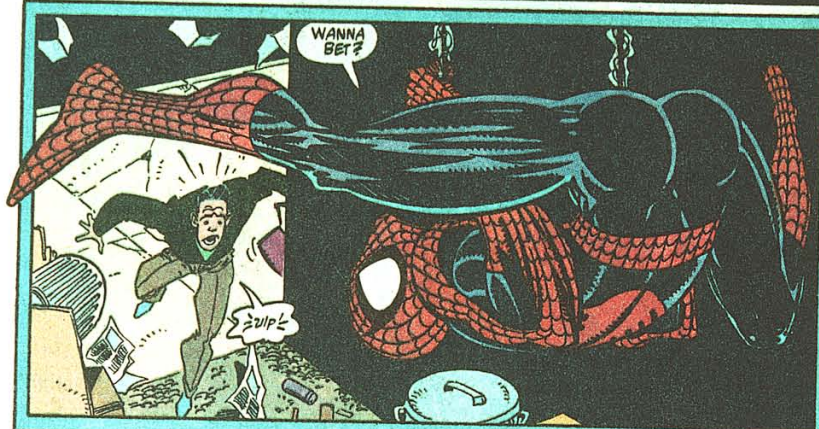
mation. Start your own collection with your favorite G.I. Joe and Cobra characters, or collect and trade them by categories like Rank & File, Patrols, Original Joe Team, Battle Gear and even Special Missions. Enlist now! Be the very

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They blow ordinary trading cards away.



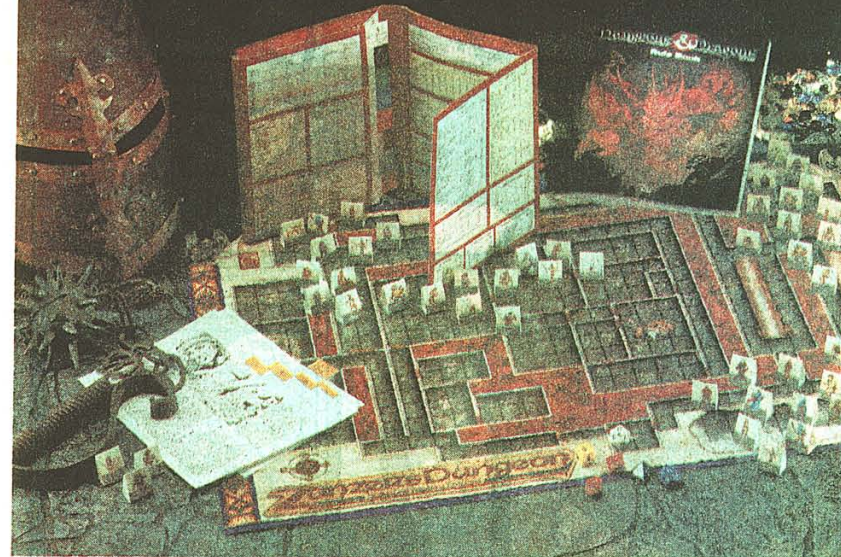
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6

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You're in for the Time of Your Life!



The world's toughest adventure game is the DUNGEONS & DRAGONS game! New this summer.

Dungeons & Dragons® GAME

Perilous Journeys and Heroic Adventures...



is Alias of the Azure Bonds!

Her medieval world is filled with courageous warriors, wizards, and elves. And the more heroes (like you), the better—because the new DUNGEONS & DRAGONS® game is filled with haunted castles, ca-

verns, and mysterious dungeons!

Once inside, you'll discover incredible magic, fame, and treasure... But beware, the chambers are also filled with horrible monsters. And here is your ultimate challenge: can you beat the dragons and escape unharmed?

If so, join millions of other players in this great adventure, and play the new DUNGEONS & DRAGONS game. It is fun to learn and easy to play! Unlike any game you've ever played, it takes you on heroic adventures where you rely on your imagination and teamwork to survive!

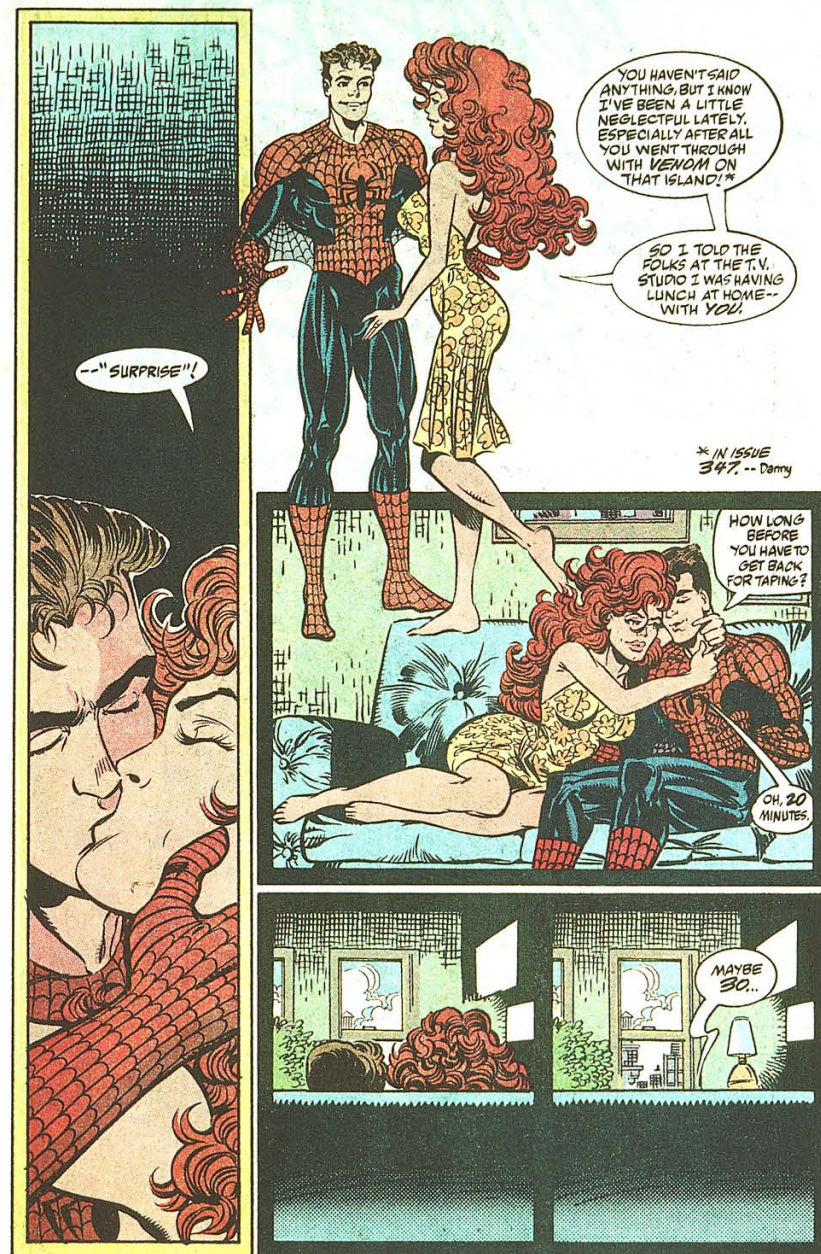
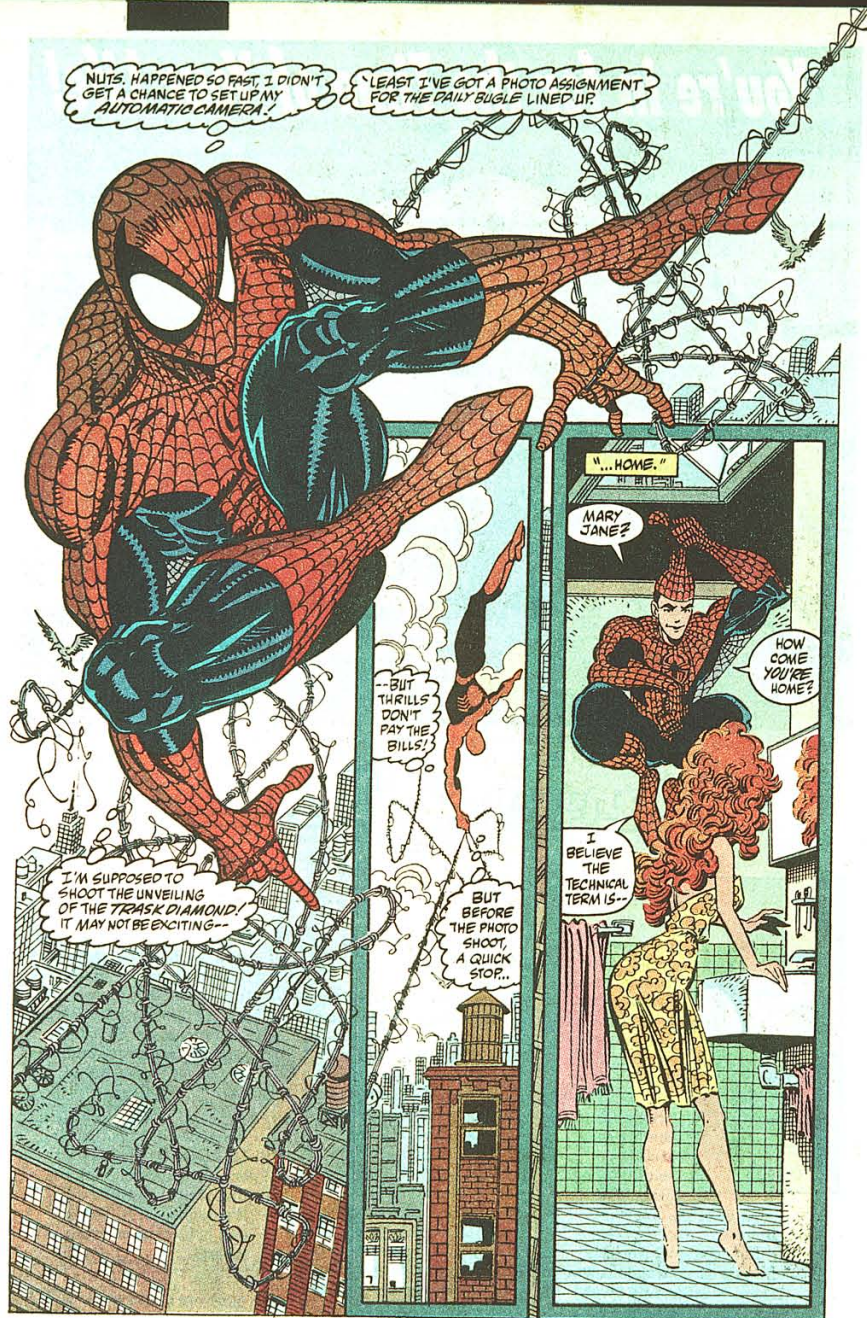
Fun from the moment you open the box, the game is filled with maps, adventure cards, dice, heroes, and a huge dungeon filled with monsters. So call some friends over—and start your adventure today!

The new DUNGEONS & DRAGONS game is for two or more players. You can find it at Toys R Us, Waldenbooks, B. Dalton, and hobby stores everywhere!

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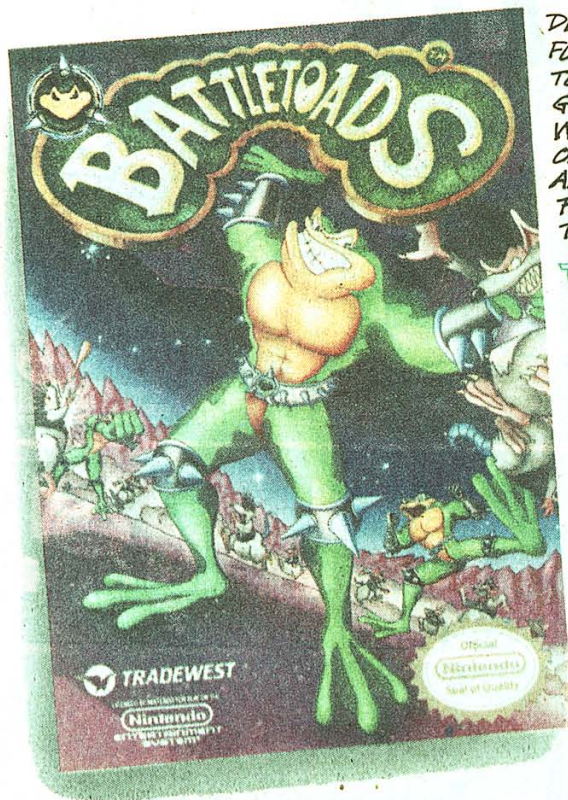


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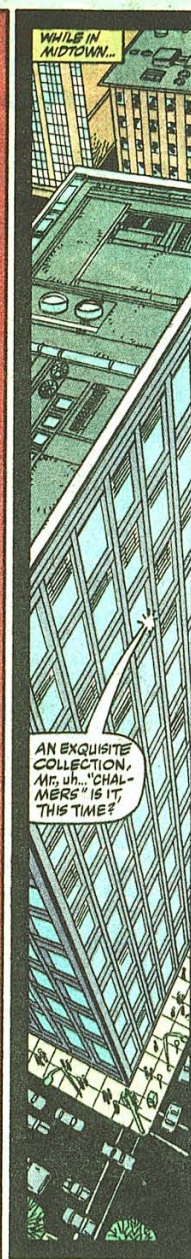
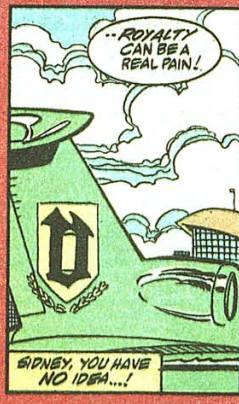
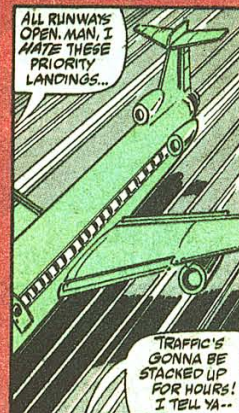
*IN ISSUE 347--Denny

COMPARED
TO BATTLETOADS,
TURTLES SEEM
LIKE POND SCUM.



DUDE, IF YOU'RE READY
FOR A GAME THAT
TOADALLY KICKS BUTT,
GET BATTLETOADS.
WITH 12 LEAPIN' LEVELS
OF FIERCE FIGHTING
AND RADICAL RACING,
FOR ONE OR TWO
PLAYERS.

 TRADEWEST



KICK OFF 1991 WITH SCORE!



THE MOST FUN YOU CAN HAVE WITH FOOTBALL CARDS

Introducing the super series of the year... Score's sizzling 1991 Football Card Collection.

Is it action-filled? Yes! Colorful? Of course! And it's loaded with exciting new subsets, including the totally unique "Dream Team," featuring football's finest players, close-up and personal.

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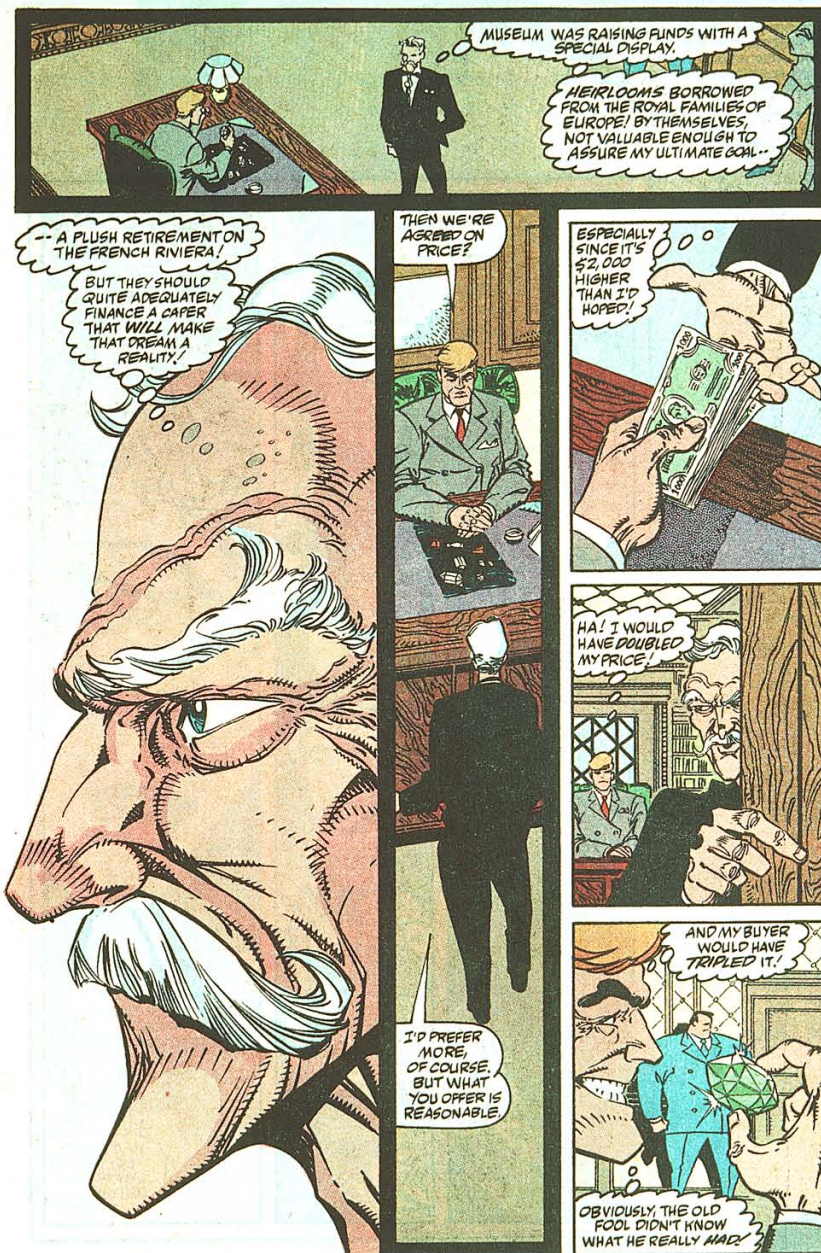
40 top NFL™ young players are featured in this exclusive glossy SCORE set with full color photography on each side. Each set comes in its own colorful display box.

To order, send this coupon and five 1991 SCORE Football wrappers, a check or money order for \$6.00 payable to Major League Marketing along with your name and address on a 3"x5" card and mail to: NFL™ Young Superstars™ Offer, Major League Marketing, 25 Ford Road, Westport, CT 06880. Connecticut residents add 8% sales tax. Sets will be ready for shipment in September 1991. Offer good while supply lasts.

BELOW IS A PARTIAL LIST OF PLAYERS:

EMMITT SMITH ANDRE WARR HAVWOOD JEFFRIES MARK CAMPBELL

SCORE
THE OFFICIAL CARD OF THE 1990s™



AM, BUT RAYMOND TRASK KNOWS WHAT HE HAS! AMONG OTHER THINGS: THE SPRAWLING HIGHRISE LIVING/SHOPPING COMPLEX CALLED TRASK CENTER. WHERE, THE NEXT DAY...

REST EASY, FOLKS...

THE TRASK DIAMOND WILL BE MAKING ITS DEBUT SHORTLY!

WHAT EGO! I HAVEN'T SEEN THE LIKE IN ALL MY YEARS AS FINANCIAL REPORTER FOR THE BUGLE!

I KNOW, KIM. HE BUYS THE FAMOUS "STAR OF ZAIRE," AND THEN RENAMES IT AFTER HIMSELF!

WORSE, HE'S GOING TO LOWER IT FROM THE "HEAVENS"; THEN LEAVE IT ON VIEW AS A PUBLICITY GIMMICK!

IN A STATE-OF-THE-ART THEFT-PROOF DISPLAY CASE. NO LESS!

"THEFT-PROOF"? CHECK THIS OUT!

KACHOO!

Huh?

PHUT

MUST BE GETTING TOO OLD'S SHUFFLE TO BE CRAWLING AROUND IN COLD, DANK AIRSHAFTS!

ESPECIALLY WHEN I HAD TO TARRY TO NEGATE SENSOR TRAPS!

HADN'T PLANNED TO USE ANY TRANQUILIZER GUN THIS SOON!

BUT IT SHOULD BE WORTH A SNIFFLE! THERE'S THE DISPLAY CASE!

WITH GUARDS READY TO LOWER IT THROUGH THE ATRIUM!



"HOPEFULLY THEY'RE NOT READY FOR ONE OF MY GAS BLASTERS!"

Arggh!

K-koff!



NOW, PRETTY COME TO ME!



AND WE'LL FIND OUT--

--IF THESE "ACCESSORIES" ARE WORTH THE FENCE MONEY I SPENT ON THEM!

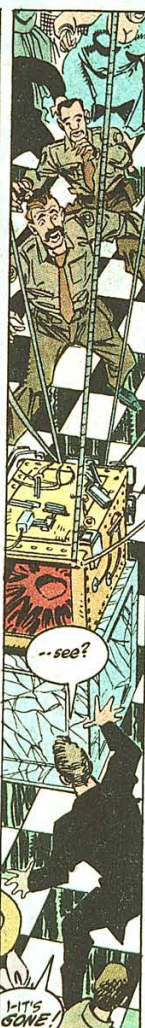


MOMENTS LATER...

HEERE IT COMES, FOLKS!

THE FABULOUS TRASK DIAMOND!

COURTESY OF RAYMOND TRASK, FOR ALL THE WORLD TO--



--see?



CALL THIS IN TO THE BUGLE, KIM! I'LL TRY TO GET SOME DETAILS!



JUST AS SOON AS I CHANGE TO SPIDER-MAN--

--HUH? THAT WHITE-HAIRED GUARD SNEAKING OUT IN THE CONFUSION! IT COULDN'T BE--!



BUT TO QUOTE A CERTAIN WALL-CRAWLER: "WANNA BET?"

A SEASIDE MANSE? NO, TOO GAUCHE!

PERHAPS A MODEST VILLA IN THE HILLS NORTH OF MARSEILLE...?

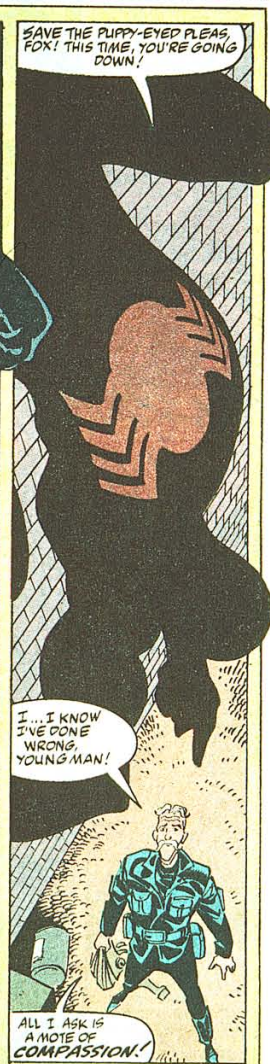


I THOUGHT YOU'D WISED-UP, FOX!

BUT I GUESS IT'LL TAKE SOME HARD TIME TO DO THAT!

S-S-SPIDER-MAN! AGAIN?!

D-DO YOU HAVE A FRANCHISE ON EVERY STREET CORNER?



SAVE THE PUPPY-EYED PLEAS, FOX! THIS TIME, YOU'RE GOING DOWN!

I... I KNOW I'VE DONE WRONG, YOUNG MAN!

ALL I ASK IS A MOTE OF COMPASSION!

THIS WAS TO BE MY FINAL EFFORT--AND IT WILL BE, NO MATTER THE OUTCOME!

I'LL RETURN THE DIAMOND, GLADLY!

ALL RIGHT!

GIVE ME THE JEWEL.

AND GET OUT OF TOWN.

I MERELY ASK MY FUTURE IN RETURN! I'M OLD! CAGED IN A CELL, I'D WITHER AWAY! DIE SLOWLY OF DISEASE, DESICCATION! A SAD SHELL OF WHAT I ONCE--

SIR, YOU ARE A SAINT! A PARAGON OF KINDNESS!

DON'T BOTHER, MR. TRASK. JUST THANK HIM FOR RETURNING--

A BLITHERING IDIOT! WHY DO I KEEP LETTING THIS GUY GO?

THERE HAS TO BE A REASON! BUT UNTIL I FIGURE IT OUT--

--HE'S TAKING A SPIDER-TRACER WITH HIM!

SOON... I DON'T KNOW HOW TO THANK YOU FOR RETURNING THE TRASK DIAMOND, SPIDER-MAN!

--A WORTHLESS PIECE OF GLASS!

SIGH... THERE ARE TIMES I'M GLAD I WEAR A MASK...

18

EVENING, AN EMBASSY ON THE LOWER EAST SIDE.

BARELY.

OUR FIELD AGENTS SPOTTED THE MAN IN QUESTION, YOUR HIGHNESS! THEY, OF COURSE, LOST HIM, I'M AFRAID, B-BUT SHOULD RE-ESTABLISH CONTACT IN A MATTER OF HOURS!

ONE HOUR, MR. BOSCOV, AND I SHALL CONSIDER ANY FAILURE--

--TO BE YOURS AS WELL!

CONTROL PAPES.

MR. BOSCOV QUIVERS LIKE AN ASPIC IN AN EARTHQUAKE.

WHILE AT A FAMILIAR SOHO LOFT...

NOTHING.

WHERE A REPORTING OFFICIAL STILL THE FRIGHTENED TREMBLING IN HIS HANDS.

OH? YOU'VE BEEN STANDING THERE FOR OVER AN HOUR, I ASK WHAT'S THE MATTER, AND YOU SAY "NOTHING."

KEEP THAT UP, KIDDO, AND YOUR NOSE IS GONNA GROW!

19



C'MON, PETER,
OUT WITH IT!



ALL RIGHT, IT'S... THE
BLACK FOX.

I CAN'T FIGURE
WHY I KEEP LETTING
HIM GO. I'M NOT A
PUSHOVER FOR
OTHER CROOKS!



WHY HIM? I'M
CONFUSED,
ANGRY, I DON'T
UNDERSTAND--!

COME TO
BED.



MAYBE SOME
SLEEP WILL HELP
YOU--

NO, I WON'T
BE ABLE
TO SLEEP



NOT UNTIL I DO SOMETHING
ABOUT WHAT'S TEARING ME
APART!

Bust Out of the Ordinary!

Tear into action with the new **MARVEL SUPER HEROES™** Basic Set! Join CAPTAIN AMERICA™, the THING™, and the Hulk™ in cleaning up underworld crime. If you're brave enough to take on crooks like the SCORPION™ or Dr. OCTOPUS™, then this game is for you.

This new game is fun and challenging—and the rules are written by SPIDER-MAN™ himself. And the game shows you how to make your hero

perform all of the daring feats from your favorite comic, making the comic stories come to life!

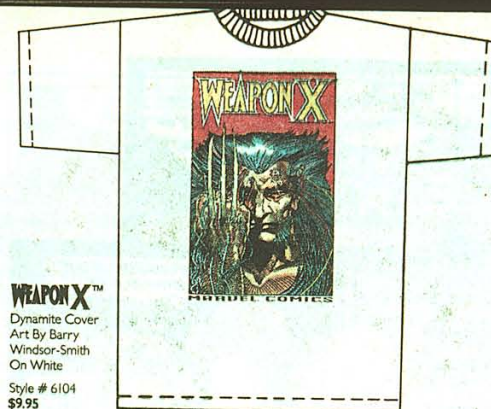
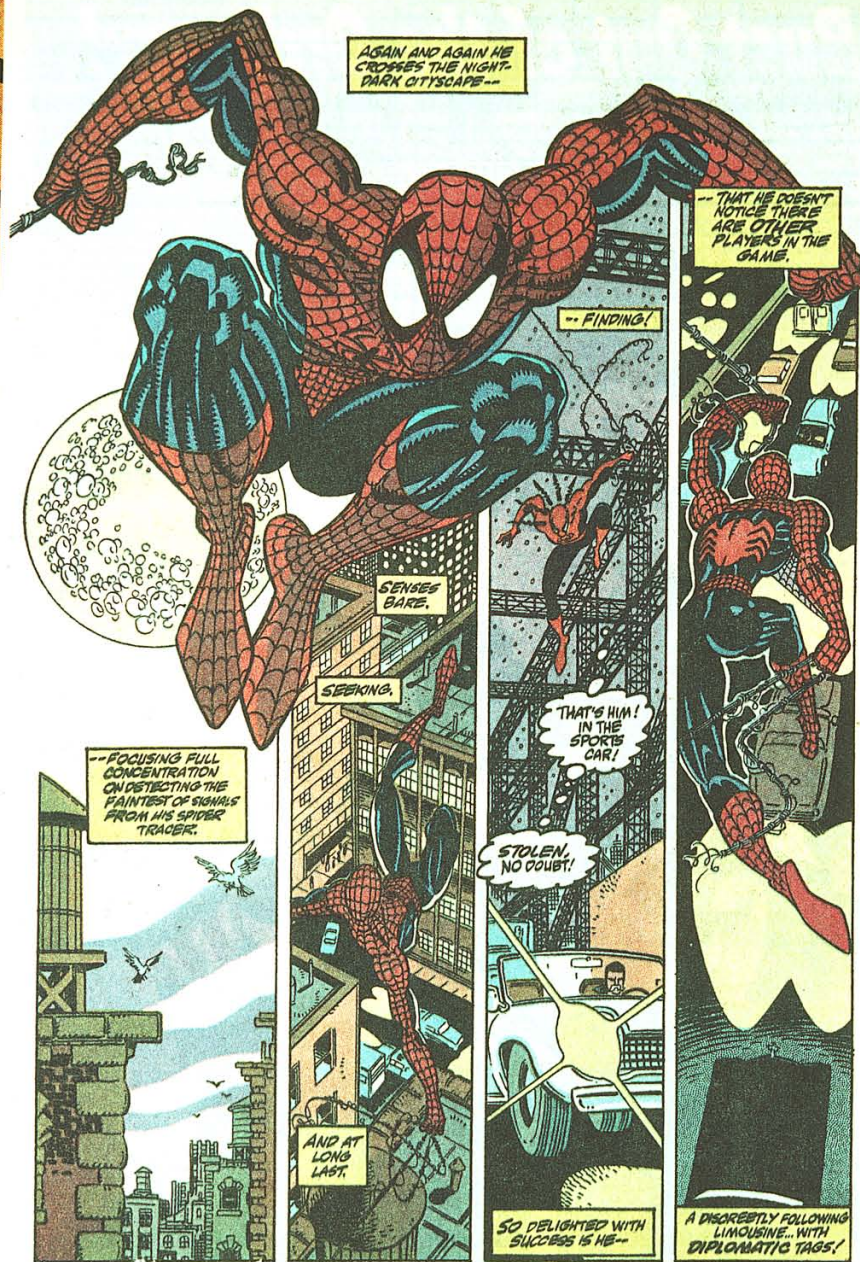
**MARVEL
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This game includes a rule book, campaign book (with 80 heroes and villains), maps, 72 character cards, dice, and more.

If you've never tried a role-playing game, this one's for you! For two or more players, ages 12 to adult. Find it at hobby and book stores everywhere.



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SPIDEY KNOWS T-SHIRTS
SPIDEY KNOWS SUPER HEROES
SPIDEY KNOWS MUTANTS

**AND SPIDEY KNOWS YOU CAN'T
GET THESE MARVEL T'S
WITHOUT HIS PICTURE ON
THE HANG TAG & LABEL**

You won't find these great designs in any store. These Marvel T's were created exclusively for Marvel readers and are being offered exclusively through this ad.

We guarantee the quality will knock your socks off! These Marvel T's are 100% Natural earth fiber (aka 100% cotton). The original artwork is reproduced through state-of-the-art silkscreen technology; the results are the hottest T-shirts on the planet!

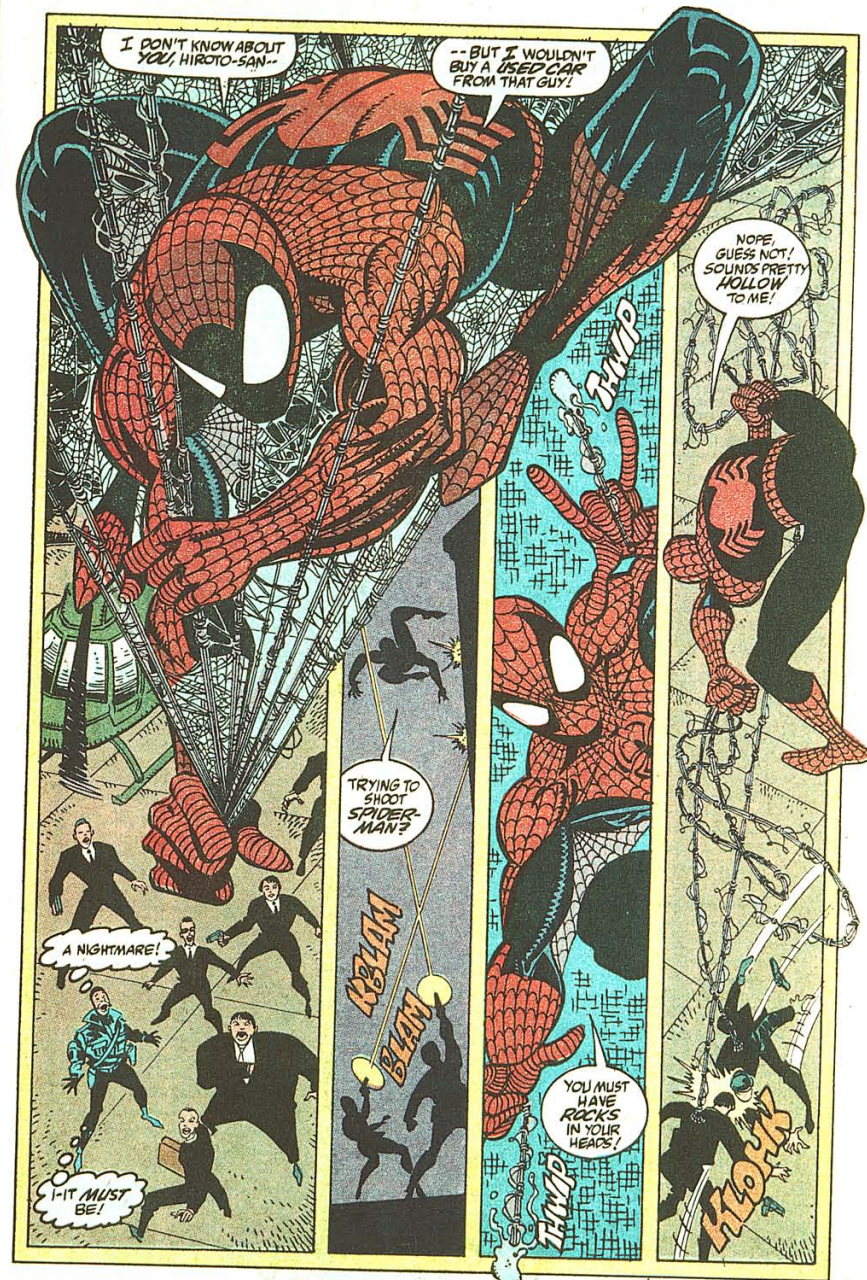
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MARVEL COMICS

STAN'S SOAPBOX

Hi, Heroes. It had to happen! It's one of the most exciting new projects in years! Here's how it started... Whenever I'm at a ComicCon or any place where there's a gaggle of frantic fans, I'm always asked questions like "What's Todd McFarlane really like?" or "How does Tom DeFalco manage to supervise so many titles?" or "Is it true that Chris Claremont's really a mutant?" etc. It seems that readers can't get enough information about their favorite comicbook people.

Well, since I always aim to please, I

discussed this subject with a few other comicbook freaks and we came up with a dynamite idea...

Anyone who owns a video cassette player will now have a fantastic opportunity to see and learn about the world's most popular comicbook creators! I'm planning to interview most of the top talents in the biz in a series of collector's-item videos, which you'll be able to get at your favorite comicbook shop or video store!

In fact, by the time you read this, the first two videos may already be on sale! We're calling the series "THE COMICBOOK GREATS." Each video will be an in-depth, full-length interview with one of comicdom's top talents. You'll have a rare opportunity to see exactly how your favorite

comicbook greats work while I hit 'em with the questions you yourself might want to ask. And, for once, I'll shut up long enough to let the other guys do most of the talking!

Of course, there's one serious problem! After seeing themselves on these fantastic cassettes, our video stars might give up comics and go into show biz! But we've got an ace in the hole! If Fornia heads for Hollywood, we'll teach Schwarzenegger how to draw!

So, till The Punisher buys a Barbie doll — see ya on video! Excelsior!

Stan Lee



Why, with my husband, Ben. God rest his soul, I used to do a Charleston that would leave em gasping for air!

Oh, ahem, I seem to have strayed from the topic. Now, where was I? Oh, yes, the Marvel ski trip. It took place in March. About twenty Marvel persons headed up to the Berkshires in West Massachusetts, where they had a sociable, clean, outdoorsy experience together. It seems when four Marvel staff people — Sarra Mossi, Rob Tebb, Kevin Kobasic, and Kevin Tang — went to the Berkshires in January, they had such a good time, those representatives decided to go back, and bring their friends with them!

Of course, skiing season is far behind us, and we're now entering into warmer weather, so you know what that means. Yes, it's time to start up a new season of bridge tournaments. I understand we're also entering softball season, so you can be sure the Marvel softball team is breaking out the pistkin and preparing for another big year. Young Evan Stofaitch, who last year led Marvel to one of their first winning seasons in years, does not know if he's going to manage the team again. I wouldn't blame him if he didn't. The responsibilities of the position look like they've contributed to his premature hair loss, the poor boy...

What's that? Oh, all right. I've been asked to mention some comic book conventions. Now, myself, I've never been to such a thing, but I do attend a couple of bake-offs every year and I imagine they're much the same, except you can eat comics. I have a prize-winning cherry colider,

which Anna Watson says is super-scrumptious. Come over sometime, and I'll give you a taste. Anyhow, here's what I'm supposed to tell you about the conventions...

The Chicago Comiccon is June 28-30. For information, write 1219 West Devon, Chicago, IL 60660 or call (312) 743-4493. Guests will include Chris Claremont, Mark Bagley, Tom DeFalco, and Mark Gruenwald.

The San Diego Comiccon is July 4-7. You may write P.O. Box 128438, San Diego, CA 92112-8438, or call (619) 491-2089, if you wish. Guests include Jim Lee, Chris Claremont, Jack Kirby, Julian Vioron, and Paul Kram.

The Atlanta Comiccon Expo is July 12-14. Write Box 47696, Atlanta, GA 30362, or call (404) 925-2813 for details, if you're of a mind. Guests include Frank Miller, Al Williamson, Mark Bagley, Wayne Vansant, Ted McKeever, Bob Morris, and Terry Kavanagh.

The Dallas Fantasy Fair is July 19-21. Write P.O. Box 820488, Dallas, TX 75382, or call (214) 350-4303 if you want to know more. Guests include Carl Potts, Mike Rodden, Kim Jones, and Rob Tebb.

The Atlanta Fantasy Fair is July 26-28. Write 4175 Eliza Ct., Lithonia, GA 30058, or call (404) 983-1230. Guests include Bob Rozenday, Alex Sava, Mark Bagley, Kevin Witterdatter, and Marc Zwiars.

My goodness! That took up space. I guess I can stop soon. I hope you enjoyed my Bullseye Bagatelle Page. I'm glad I had the chance to write for a Marvel Comic, although I admit I know next to nothing about comic books. Marvel publishes those books about that awful Spider-Man, that much I know.

Till next May, this is May Parker leaving you with a funny saying I heard a bobby-soxer tell his chum, "If I don't see you in the mattress, I'll see you in the spring!"

MONEY FIRST!

DIAMOND FIRST!

MONEY FIRST!

DIAMOND FIRST!

TASTES GREAT! LESS FILLING!

???

SHLAK

THWIP

MONEY MAN'S GETTING AWAY!

THOK

CHUD

THESE GOONS KEPT ME FROM TAGGING THEM BOTH--

OH, NO! THE UPFRONT FROM THE HELICOPTER--!

AND THE FOX IS TAKING OFF IN THE OPPOSITE DIRECTION!

EAST EAST COMICS

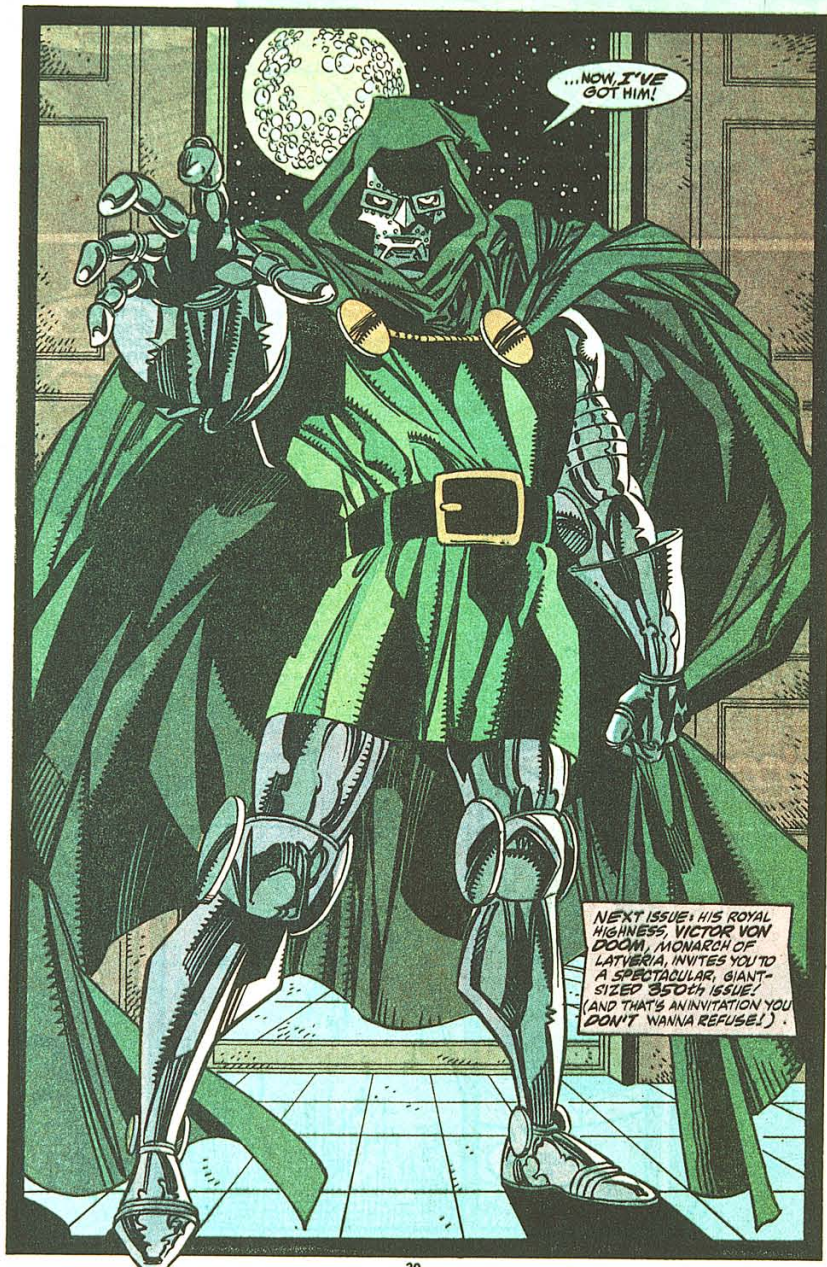
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THE SPIDER'S WEB

% MARVEL COMICS GROUP
387 Park Avenue South
New York, NY 10016

DANNY FINGEROTH
EDITOR
ERIC FEIN
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Attention correspondents: All letters considered for publication must include your name and address, though we will withhold that information upon request.

In **SPECTACULAR SPIDER-MAN** #178, on sale in two weeks, begins the six-part "The Child Within," saga by J.M. DeMatteis and Sal Buscema. J.M., of course, wrote the classic "Kraven's Last Hunt," among a zillion other credits, so you know it'll be terrific. And Sal is doing, without doubt, the finest work of his career on it. "Child" features Vermin and the Green Goblin, and explores startling aspects of their -- and Spider-Man's -- pasts. Here's the cover. Don't let yourself miss it.

Chameleon for copyright, Make Mine Marvel!

Chris Sutton
211 Rich Street
Goderich, ON
Canada N7A 1X4

Glad we redeemed ourselves in the last few pages, Chris. Thanks for sticking around. Or course, with David Michelinie's ever-twisting plots, who wouldn't?

Dear Weakling Spidey-People,

I've just finished reading the second installment in your "Powerless" trilogy. It's great to see the Black Cat back in action again, especially the way Larsen draws her. Hubba Hubba! I don't know who that mysterious guy at the hospital was, but this Dr. Turner guy has to be the Chameleon. As for poor Peter's reasoning to drop his powers -- he probably should have thought it through a little more. He can protect his family a lot better with the proportionate strength of a spider than he can with the strength of a freelance photographer. Peter has to realize his powers are a gift and he can't relinquish them the first chance he gets. I mean, did Captain America give up his crime-fighting dream because he was on ice for a few years? Did Simon Williams hang up his uniform just because he died?

Well, I guess I've bored you long enough with my idealistic ways. Here's hoping Spidey mends his costume by the time issue #343 rolls around.

Robert J. Pearson
8906 Five Palms
San Antonio, TX 78242

Dear Marvel,

Okay, I wrote this letter because **AMAZING SPIDER-MAN** #343 had so many things I loved and so many things I hated that I got very confused! Bad news first (so the good news will cheer you up!): Erik Larsen's artwork. I know it's been over a dozen issues that I've had a chance to form an opinion, but I can't Larsen strings together a couple of great issues and then BOOM -- one like this. Specifically, page 14, last panel; but overall his bodies just don't seem...right.

The second was the ease with which the Black Cat fought all those foes. I mean, what was Scorpion doing while Cat fought the Femme Fatales? Watching? He's no amateur -- he wouldn't do that.

But I forgot all that after pages 22-24. Hilarious, all three pages! I almost laughed up a gut when Spidey missed Scorpion! Please, keep this kind of humor coming. It's even funnier when Spider-Man doesn't mean to be funny.

So until the Skrull sue the



Score yourself 2 points for guessing the "good doctor's" true identity, Robert!

Dear Jim, David, Erik, and the band,

I've been reading all the Spider-titles for years, and yet, critical or complimentary, you've never printed a letter from me! So I figured maybe if I finally go for the no-prize you'd take me seriously. Here goes: Issues #343: On pages 9, 11 & 13, the Black Cat's boots have claws at the toes, yet nowhere else thought the mag is this so, they are just ordinary boots. In fact, I have never seen her boots have claws in any other magazine before. I figured this must be a new feature she recently added to her costume, and that the claws are retractable and that she only releases them when she chooses to. Please rush

that no-prize over, okay?

While I'm talking about issue #343, I loved it, and I've really enjoyed this particular storyline. Peter has so often grappled with the burden and responsibility his powers have bought, and it's about time he realized that he's the same man of character with or without them.

Just one of more point, on Erik's artwork: Erik, you are terrific artist and I love your work, but please treat your female characters with a bit more respect! You draw some truly beautiful faces, definitely the most attractive faces of all the Spider-titles, but nobody in real life would dress the way your women dress unless they were total bimbos (which Mary Jane certainly is NOT!). Women can be glamorous and sexy without being trashy and cheap. Remember, MJ is a high-fashion model; she knows better. Please think about it.

Well, keep up the great work, all of you. Till the Kingpin goes for liposuction, Make Mine Marvel!

Lynne Cassouto
980 East 18th Street
Brooklyn, NY 11230

Wow! When we asked for more replies from our female fans, we didn't know what we were letting ourselves in for! We'll try to be more careful in the future, Lynne.

We'd like to keep hearing from you and other women who enjoy Spidey.

As for the Cat's claws, part of her new powers (which she now has lost) was the ability to sprout claws during moments of extreme anxiety. Remember when she sliced up Sabretooth's face? Cosmetic claws couldn't do that!

And whether you love or hate Erik's work, here's a major announcement: Erik's last issue of **AMAZING** will be the giant-sized #350 featuring Dr. Doom! What's Erik going to be doing? That's a secret right now, but when you find out, you'll be amazed!

"Who's going to be taking over as ASM penciler?", you ask: Why, none other than **NEW WARRIORS'** own **MARK BAGLEY!** You've seen his Spidey before, in **WHAT IF #4** and in **AMAZING #345**, but now that he's getting the regular gig, the Bagman's going all out to make his Spidey super-special.

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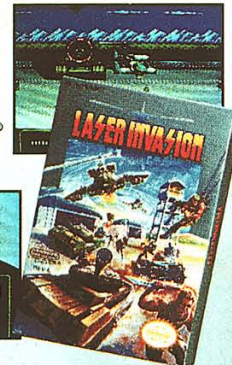
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